

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	)	
	)	Chapter 11
EXIDE TECHNOLOGIES,	)	
	)	Case No. 02-11125 (KJC)
Reorganized Debtor.	)	
	)	Related Docket # 6536, 6538, 6559

**ORDER GRANTING EXIDE'S MOTION PURSUANT TO  
FED. R. BANKR. P. 9019 APPROVING SETTLEMENT AGREEMENT WITH  
UNITED STATES RESOLVING CLAIM NOS. 3446, 6256, 6257 AND 6432**

Upon the Motion<sup>1</sup> of Exide Technologies ("Exide") for an order pursuant to Fed. R. Bankr. Pro. 9019 approving that certain settlement agreement with the United States, on behalf of the Environmental Protection Agency and the National Oceanic and Atmospheric Administration (the "United States," and, together with the Reorganized Debtors, the "Parties") resolving Claim Nos. 3446, 6256, 6257 and 6432 and other related matters between the Parties, a copy of which is attached hereto as Exhibit A (the "Settlement Agreement"); and it appearing that the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that this proceeding is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and it appearing that venue of this proceeding and the Motion is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court finding that the Settlement Agreement was entered into in good faith and pursuant to an arm's length transaction; and due and proper notice of the Motion and the hearing approving the Motion having been given; and no further notice being required; and after due deliberation; and it appearing that sufficient cause exists for granting the requested relief and that the relief requested under the Motion is in the best interests of Exide's

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<sup>1</sup> Capitalized terms used but not defined herein shall have the same meanings ascribed to them in the Motion.

estate and creditors; and it appearing that public comment on the Settlement Agreement has occurred and the United States having filed the United States of America's Memorandum in Response to Public Comment and in Support of Entry of Proposed Settlement Agreement (Docket # 6559); and the Court having found that the Settlement Agreement constitutes a judicially approved settlement for purposes of Section 113(f)(2) of CERCLA, 42 U.S.C. § 9613(f)(2), and that the Reorganized Debtors and other parties identified in the Settlement Agreement are entitled to protection from contribution actions or claims as provided by Section 113(f)(2) of CERCLA, or as may be otherwise provided by law, for matters addressed in this Settlement Agreement;

NOW, THEREFORE, IT IS HEREBY:

ORDERED, that the relief sought in the Motion is granted; and it is further

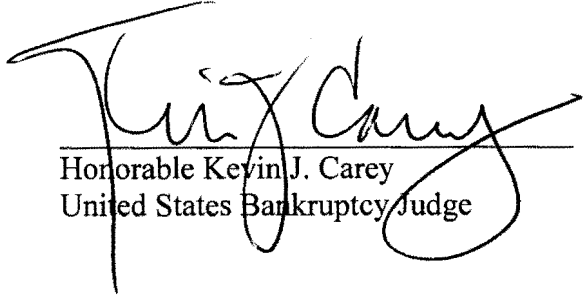
ORDERED, that the Settlement Agreement and each of its terms are approved;  
and it is further

ORDERED, that that Settlement Agreement is fair, reasonable and consistent with  
environmental law; and it is further

ORDERED, that Exide is authorized and empowered to take all actions and execute such  
other documents as may be necessary or appropriate to perform under the terms of the Settlement  
Agreement and implement the relief granted herein; *provided, further*, that Exide shall comply  
with the terms of the Warrants Order with respect to any distributions under the Settlement  
Agreement; and it is further

ORDERED, that, subject to the terms of the Settlement Agreement, this Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

Dated: May 25, 2011

  
Honorable Kevin J. Carey  
United States Bankruptcy Judge